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*Special California Litigation Counsel to the
Debtors and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

RESIDENTIAL CAPITAL, LLC, et al.,

Debtors.

Case No. 12-12020 (MG)

Chapter 11

Jointly Administered

AFFIDAVIT OF SERVICE

I, Juli A. Carter, depose and say that I am employed by Severson & Werson, P.C., the Special California Litigation Counsel to the Debtors and Debtors In Possession.

A On April 1, 2013, at the direction of a member of the bar of this Court, I caused the following documents, with exhibits, to be served via Federal Express delivery by enclosing said documents in an envelope or package provided by FedEx and addressed to the persons at the addresses listed in the Service List attached hereto as Exhibit A.

1. ERRATA AND REPLY OF SEVERSON & WERSON, P.C. AS SPECIAL CALIFORNIA LITIGATION COUNSEL FOR DEBTORS TO THE OMNIBUS OBJECTION OF THE UNITED STATES TRUSTEE REGARDING SECOND APPLICATION FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES INCURRED FOR THE TIME PERIOD SEPTEMBER 1, 2012 THROUGH DECEMBER 31, 2012

Executed on April 1, 2013, at San Francisco, California.



Juli Carter

State of California

County of San Francisco

Subscribed and sworn to (or affirmed) before me on this 1st day of April, 2013, by Juli Carter to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: _____



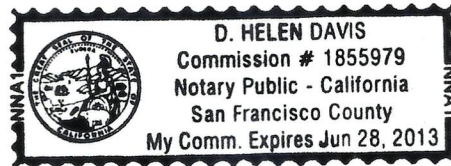


EXHIBIT A

SERVICE LIST

Counsel for Debtors

Morrison & Foerster LLP
Attn: Larren M. Nashelsky, Gary S. Lee and
Lorenzo Marinuzzi
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New York, NY 10104

United States Trustee

Office of the U.S. Trustee for the Southern
District of New York
Attn: Tracy Hope Davis, Linda A. Rifkin and
Brian S. Masumoto
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Counsel for Creditors' Committee

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Counsel for Barclays Bank PLC

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